

Hearing Date: September 7, 2011 at 10:00 a.m.
Objection Deadline: July 20, 2011

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

LEHMAN BROTHERS HOLDINGS INC., et al.,
Debtors.

Chapter 11 Case No.
08-13555 (JMP)
(Jointly Administered)

LEHMAN BROTHERS HOLDINGS INC.
Plaintiff,
v.
BARCLAYS CAPITAL, INC.,
Defendant.

Adv. Proc. No. 09-01731
(JMP)

**NOTICE OF MOTION BY BARCLAYS
CAPITAL INC. FOR SUMMARY JUDGMENT ON
COUNT II OF LBHI'S ADVERSARY COMPLAINT**

PLEASE TAKE NOTICE that, upon the accompanying (i) Barclay Capital Inc.'s ("Barclays") Statement of Undisputed Material Facts in Support of Its Motion for Summary Judgment on Count II Of Lehman Brothers Holdings Inc.'s ("LBHI") Adversary Complaint, dated June 22, 2011, and (ii) Barclays' Memorandum In Opposition To LBHI's Motion And In Support Of Barclays' Motion For Summary

Judgment On Count II Of LBHI's Adversary Complaint, dated June 22, 2011 and the Appendix and all declarations filed concurrently therewith, Barclays moves, pursuant to Rule 56 of the Federal Rules of Civil Procedure which is made applicable to this adversary proceeding by Rule 7056 of the Federal Rules of Bankruptcy Procedure (the "Motion"), for an order (i) granting summary judgment against LBHI on Count II of LBHI's Adversary Complaint and (ii) granting such further relief as the Court deems just and proper.

PLEASE TAKE FURTHER NOTICE that a hearing will be held in connection with this Motion before the Honorable James M. Peck, United States Bankruptcy Judge, at the United States Bankruptcy Court for the Southern District of New York ("Court"), Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004, on September 7, 2011 at 10:00 a.m. (the "Hearing").

PLEASE TAKE FURTHER NOTICE that responses or objections, if any, to this Motion shall be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of the Bankruptcy Court for the Southern District of New York, shall set forth the name of the objecting party, the basis for the objection and the specific grounds thereof, shall be filed with the Bankruptcy Court electronically in accordance with General Order M-399 (which can be found at www.nysb.uscourts.gov) by registered users of the Bankruptcy Court's case filing system and by all other parties in interest, on a CD-ROM or 3.5 inch disk, in text-searchable portable document format (PDF) (with a hard copy delivered directly to Chambers), in accordance with the customary practices of the Bankruptcy Court and General Order M-399, to the extent applicable, and served in accordance with General Order M-399 upon: (i) the chambers

of the Honorable James M. Peck, One Bowling Green, New York, New York 10004, Courtroom 601; (ii) Boies, Schiller & Flexner LLP, 575 Lexington Avenue, 7th Floor, New York, New York 10022 (Attn: Jonathan D. Schiller and Jack G. Stern), attorneys for Barclays Capital Inc.; (iii) Jones Day, 222 East 41st Street, New York, New York 10017 (Attn: Robert W. Gaffey, Jayant W. Tambe, William J. Hine, and Tracy Schaffer) and Weil Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Richard P. Krasnow, Lori R. Fife, Shai Y. Waisman, and Jacqueline Marcus), attorneys for the Debtors; (iv) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Andy Velez-Rivera, Paul Schwartzberg, Brian Masumoto, Linda Riffkin, and Tracy Hope Davis); (v) Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, New York 10005 (Attn: Dennis F. Dunne, Dennis O'Donnell, and Evan Fleck) and Quinn Emanuel Urquhart Oliver & Hedges, LLP, 51 Madison Avenue, 22nd Floor, New York, New York 10010 (Attn: Susheel Kirpalani), attorneys for the official committee of unsecured creditors appointed in these cases; and (vi) Hughes Hubbard & Reed, LLP, One Battery Park Plaza, New York, NY 10004 (Attn: William R. Maguire, Neil Oxford and Seth D. Rothman), attorneys for the SIPA Trustee, so as to be received no later than July 20, 2011 (the "Objection Deadline").

PLEASE TAKE FURTHER NOTICE that Barclays shall file its reply brief in further support of this Motion by August 5, 2011 (the "Reply Deadline").

PLEASE TAKE FURTHER NOTICE that if no objections are timely filed and served with respect to this Motion, the relief requested shall be deemed unopposed, and the Court may enter an order granting the relief sought without a hearing.

PLEASE TAKE FURTHER NOTICE that objecting parties are required to attend the Hearing and failure to appear may result in relief being granted or denied upon default.

Dated: June 22, 2011
New York, New York

By: /s/ Jonathan D. Schiller
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